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Counsel to the Plan Administrator

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
	:	
In re	:	Chapter 11
	:	
RUNWAY LIQUIDATION	:	Case No. 17-10466 (SCC)
HOLDINGS, LLC, et al.,¹	:	
	:	Jointly Administered
Debtors.	:	
-----X		

**CERTIFICATION OF COUNSEL REGARDING PLAN ADMINISTRATOR’S
MOTION FOR THE ENTRY OF AN ORDER PURSUANT TO FEDERAL RULE
OF BANKRUPTCY PROCEDURE 9019 APPROVING COMPROMISE AND
SETTLEMENT WITH ZURICH AMERICAN INSURANCE COMPANY**

Pursuant to 28 U.S.C. § 1746 and Rule 9075-2 of the Local Rules of the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), and in accordance with the case management procedures set forth in the *Order Establishing Certain Notice, Case Management, and Administrative Procedures* [Docket No. 90] (the “Case Management Order”), the undersigned hereby certifies as follows:

1. On November 29, 2018, counsel to David MacGreevey, in his capacity as the plan administrator (“Plan Administrator”) filed the *Plan Administrators Motion for the Entry of an*

¹ A list of the Post-Effective Date Debtors in these chapter 11 cases, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number include: Runway Liquidation Holdings, LLC (6857); Runway Liquidation, LLC (5942); Runway Liquidation Intermediate Holdings, LLC (3673); MR Liquidation, LLC (9200); and MMH Liquidation, LLC (3854).

Order Pursuant to Federal Rule of Bankruptcy Procedure 9019 Approving Settlement with Zurich American Insurance Company [Docket No. 1038] (the “Motion”) with the United States Bankruptcy Court for the Southern District of New York (the “Court”).

2. Pursuant to the *Notice of Hearing on Plan Administrators Motion for the Entry of an Order Pursuant to Federal Rule of Bankruptcy Procedure 9019 Approving Settlement with Zurich American Insurance Company* [Docket No. 1038], responses to the Motion were to be filed and served no later than December 10, 2018, at 4:00 p.m. (the “Objection Deadline”).

3. The Case Management Procedures provide that where no objection to a request for relief is filed, the movant may submit a proposed order granting such request for relief to the Court along with a certificate of no objection stating that no objection has been filed or served on the movant.

4. The undersigned counsel hereby certifies that, as of the date hereof, no answer, objection, or other response to the Motion has been received. Undersigned counsel further certifies that she has reviewed the docket in this case and no answer, objection, or other response to the Motion appears thereon.

5. Accordingly, the undersigned respectfully requests that the Court enter the order attached hereto as Exhibit 1 in accordance with the procedures described in the Case Management Order.

Dated: DECEMBER 13, 2018 PACHULSKI STANG ZIEHL & JONES LLP

/s/ Beth E. Levine

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EXHIBIT 1

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re :

Chapter 11

RUNWAY LIQUIDATION
HOLDINGS, LLC, et al.,¹

:
Case No. 17-10466 (SCC)

Debtors.
-----X

:
Jointly Administered

**ORDER PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 9019
APPROVING COMPROMISE AND SETTLEMENT WITH
ZURICH AMERICAN INSURANCE COMPANY**

Upon the motion (the “Motion”)² of the Plan Administrator, on behalf of the Post-Effective Date Debtors, for entry of an order (this “Order”), authorizing the Plan Administrator to enter into a settlement with Zurich American Insurance Company; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 158(a); and this Court having found that adequate notice of the Motion and the relief requested therein has been provided in accordance with the Bankruptcy Rules and the Local Rules; and no objections to the Motion having been filed; and after a hearing having been held before this Court on December 17, 2018 (the “Hearing”) to consider the Motion; and the Court having determined that the relief requested by the Motion is in the best interests of the Post-Effective Date Debtors, creditors, and other parties in interest; and the legal and factual bases set forth in the Motion having established just

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² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

cause for the relief requested under Rule 9019 of the Federal Rules of Bankruptcy Procedure;
and after due deliberation and for good cause appearing for the Motion, it is hereby:

ORDERED that the Motion is hereby granted; and it is further

ORDERED that the Settlement is approved on the following terms:

a. Within 14 days of entry of this Order, Zurich shall return the Collateral to the Plan Administrator in the amount of \$2,520,000, less (i) that portion of the Zurich Administrative Fees already recovered in the amount of \$5,684.59, and (ii) the outstanding Zurich Administrative Fees in an amount not to exceed \$14,416.73.

b. The Zurich Claims, Claims Nos. 887 and 906, shall be deemed withdrawn.

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that the Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

New York, New York

Dated: _____, 2018

THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE